

Natalie M. Cox

Honorable Natalie M. Cox
United States Bankruptcy Judge



Entered on Docket
January 30, 2023

GARMAN TURNER GORDON LLP
GREGORY E. GARMAN
Nevada Bar No. 6665
E-mail: ggarman@gtg.legal
WILLIAM M. NOALL
Nevada Bar No. 3549
E-mail: wnoall@gtg.legal
MARK M. WEISENMILLER
Nevada Bar. No. 12128
Email: mweisenmiller@gtg.legal
7251 Amigo Street, Suite 210
Las Vegas, Nevada 89119
Telephone (725) 777-3000
Facsimile (725) 777-3112
*Attorneys for Empery Tax Efficient, LP as
Agent and Collateral Agent for certain
Secured Noteholders*

UNITED STATES BANKRUPTCY COURT

DISTRICT OF NEVADA

In re:

MUSCLEPHARM CORPORATION,

Debtor.

Case No.: 22-14422-NMC

Chapter 11

Date: February 9, 2023

Time: 10:30 a.m.

ORDER APPROVING STIPULATION BETWEEN DEBTOR MUSCLEPHARM CORPORATION AND EMPERY REGARDING EXTENSION OF TIME TO SUBMIT FINAL OBJECTIONS TO DEBTOR'S EMERGENCY MOTION FOR INTERIM AND FINAL ORDERS PURSUANT TO 11 U.S.C. §§ 105, 361, 362, 363 AND 364 AND FED. R. BANKR. P. 4001(B) AND 4001(D): (I) AUTHORIZING THE DEBTOR TO OBTAIN POST-PETITION FINANCING; (II) GRANTING PRIMING LIENS AND ADMINISTRATIVE EXPENSE CLAIMS; (III) DETERMINING ADEQUATE PROTECTION; (IV) MODIFYING THE AUTOMATIC STAY; AND (V) GRANTING RELATED RELIEF

The Court, having considered the *Stipulation Between Debtor MusclePharm Corporation and Empery Regarding Extension of Time to Submit Final Objections to Debtor's Emergency Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 and Fed. R. Bankr. P. 4001(B) and 4001(D): (I) Authorizing the Debtor to Obtain Post-Petition Financing; (II) Granting Priming Liens and Administrative Expense Claims; (III) Determining Adequate Protection; (IV) Modifying the Automatic Stay; and (V) Granting Related Relief* (the "Stipulation"), and good cause appearing therefor:

IT IS HEREBY ORDERED that the Stipulation attached hereto as **Exhibit 1** is approved;

IT IS FURTHER ORDERED that any final objection by Empery to the final approval of *Debtor's Emergency Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 and Fed. R. Bankr. P. 4001(B) and 4001(D): (I) Authorizing the Debtor to Obtain Post-Petition Financing; (II) Granting Priming Liens and Administrative Expense Claims; (III) Determining Adequate Protection; (IV) Modifying the Automatic Stay; and (V) Granting Related Relief* [ECF No. 33] shall be due on or before February 1, 2023; and

IT IS FURTHER ORDERED that any response by Debtor MusclePharm Corporation to any final objection by Empery shall be due on or before February 7, 2023.

IT IS SO ORDERED.

PREPARED AND SUBMITTED BY:

SCHWARTZ LAW, PLLC

GARMAN TURNER GORDON LLP

/s/ Bryan Lindsey

Samuel A. Schwartz, Esq.
Nevada Bar No. 10985
saschwartz@nvfirm.com
Bryan A. Lindsey, Esq.
Nevada Bar No. 10662
blindsey@nvfirm.com
601 East Bridger Avenue
Las Vegas, NV 89101
Attorneys for Debtor MusclePharm Corporation

/s/ Mark Weisenmiller

WILLIAM M. NOALL, ESQ.
GREGORY E. GARMAN, ESQ.
MARK M. WEISENMILLER, ESQ.
7251 Amigo Street, Suite 210
Las Vegas, Nevada 89119
*Attorneys for Empery Tax Efficient, LP as
Agent and Collateral Agent for certain
Secured Noteholders*

EXHIBIT 1

EXHIBIT 1

GARMAN TURNER GORDON LLP
 GREGORY E. GARMAN
 Nevada Bar No. 6665
 E-mail: ggarman@gtg.legal
 WILLIAM M. NOALL
 Nevada Bar No. 3549
 E-mail: wnoall@gtg.legal
 MARK M. WEISENMILLER
 Nevada Bar. No. 12128
 Email: mweisenmiller@gtg.legal
 7251 Amigo Street, Suite 210
 Las Vegas, Nevada 89119
 Telephone (725) 777-3000
 Facsimile (725) 777-3112
*Attorneys for Empery Tax Efficient, LP as
 Agent and Collateral Agent for certain
 Secured Noteholders*

**UNITED STATES BANKRUPTCY COURT
 DISTRICT OF NEVADA**

In re: MUSCLEPHARM CORPORATION, <div style="text-align: center;">Debtor. </div>	Case No.: 22-14422-NMC Chapter 11 Date: February 9, 2023 Time: 10:30 a.m.
---	--

**STIPULATION BETWEEN DEBTOR MUSCLEPHARM CORPORATION AND
 EMPERY REGARDING EXTENSION OF TIME TO SUBMIT FINAL OBJECTIONS
 TO DEBTOR’S EMERGENCY MOTION FOR INTERIM AND FINAL ORDERS
 PURSUANT TO 11 U.S.C. §§ 105, 361, 362, 363 AND 364 AND FED. R. BANKR. P.
 4001(B) AND 4001(D): (I) AUTHORIZING THE DEBTOR TO OBTAIN POST-
 PETITION FINANCING; (II) GRANTING PRIMING LIENS AND ADMINISTRATIVE
 EXPENSE CLAIMS; (III) DETERMINING ADEQUATE PROTECTION; (IV)
MODIFYING THE AUTOMATIC STAY; AND (V) GRANTING RELATED RELIEF**

Empery Tax Efficient, LP, in its capacity as collateral agent (in such capacity, “Empery”) of the Secured Noteholders with respect to the Notes¹ and as the interim provider of debtor in possession financing to MusclePharm Corporation (“Debtor”), and Debtor, by and through their respective undersigned counsel, hereby submit this stipulation (“Stipulation”) to extend the time for Empery to file its objection (if any) and Debtor’s corresponding response to final approval of Debtor’s *Emergency Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362,*

¹ Capitalized undefined terms used herein shall be defined in the Silver Declaration [ECF No. 52].

363, and 364 and Fed. R. Bankr. P. 4001(B) and 4001(D): (I) Authorizing the Debtor to Obtain Post-Petition Financing; (II) Granting Priming Liens and Administrative Expense Claims; (III) Determining Adequate Protection; (IV) Modifying the Automatic Stay; and (V) Granting Related Relief [ECF No. 33] (the “Motion”).

The Parties hereby stipulate, subject only to entry of an order approving this Stipulation substantially in the form attached hereto as **Exhibit 1**, as follows:

1. On January 3, 2023, Debtor filed the Motion, seeking, among other things, debtor-in-possession financing from White Winston Select Asset Funds, LLC (“White Winston”) on an interim and final basis;

2. On January 4, 2023, Empery filed an objection to approval of the debtor-in-possession financing proposed by Debtor and White Winston [ECF No. 51];

3. On January 9, 2023, the Court entered its first interim order on the Motion, approving debtor in possession financing provided by Empery on an interim basis [ECF No. 74];

4. On January 12, 2023, Debtor filed a supplement [ECF No. 89] and an amended supplement [ECF No. 102] to the Motion;

5. On January 23, 2023, the Court entered a second interim order approving debtor in possession financing provided by Empery on an interim basis and set a hearing on final approval of the Motion for February 9, 2023, at 10:30 a.m. [ECF No. 139];

6. Empery understands that its final objection to final approval of the debtor-in-possession financing is due on or before January 26, 2023 and Debtor understands that its response to any objections is due on or before February 2, 2023;

...

...

...

...

...

...

7. However, based on scheduling issues and the short turnaround time, Empery and Debtor hereby stipulate and agree that Empery's objection deadline shall be extended to **February 1, 2023**, and Debtor's response deadline to any objection by Empery shall be extended to **February 7, 2023**, subject to this Court's approval.

IT IS SO STIPULATED.

SCHWARTZ LAW, PLLC

GARMAN TURNER GORDON LLP

/s/ Bryan Lindsey

Samuel A. Schwartz, Esq.

Nevada Bar No. 10985

saschwartz@nvfirm.com

Bryan A. Lindsey, Esq.

Nevada Bar No. 10662

blindsey@nvfirm.com

601 East Bridger Avenue

Las Vegas, NV 89101

Attorneys for Debtor MusclePharm Corporation

/s/ Mark Weisenmiller

WILLIAM M. NOALL, ESQ.

GREGORY E. GARMAN, ESQ.

MARK M. WEISENMILLER, ESQ.

7251 Amigo Street, Suite 210

Las Vegas, Nevada 89119

Attorneys for Empery Tax Efficient, LP as

Agent and Collateral Agent for certain

Secured Noteholders

EXHIBIT 1

EXHIBIT 1

GARMAN TURNER GORDON LLP
GREGORY E. GARMAN
Nevada Bar No. 6665
E-mail: ggarman@gtg.legal
WILLIAM M. NOALL
Nevada Bar No. 3549
E-mail: wnoall@gtg.legal
MARK M. WEISENMILLER
Nevada Bar. No. 12128
Email: mweisenmiller@gtg.legal
7251 Amigo Street, Suite 210
Las Vegas, Nevada 89119
Telephone (725) 777-3000
Facsimile (725) 777-3112
*Attorneys for Empery Tax Efficient, LP as
Agent and Collateral Agent for certain
Secured Noteholders*

UNITED STATES BANKRUPTCY COURT

DISTRICT OF NEVADA

In re:

MUSCLEPHARM CORPORATION,

Debtor.

Case No.: 22-14422-NMC

Chapter 11

Date: February 9, 2023

Time: 10:30 a.m.

ORDER APPROVING STIPULATION BETWEEN DEBTOR MUSCLEPHARM CORPORATION AND EMPERY REGARDING EXTENSION OF TIME TO SUBMIT FINAL OBJECTIONS TO DEBTOR'S EMERGENCY MOTION FOR INTERIM AND FINAL ORDERS PURSUANT TO 11 U.S.C. §§ 105, 361, 362, 363 AND 364 AND FED. R. BANKR. P. 4001(B) AND 4001(D): (I) AUTHORIZING THE DEBTOR TO OBTAIN POST-PEITITON FINANCING; (II) GRANTING PRIMING LIENS AND ADMINISTRATIVE EXPENSE CLAIMS; (III) DETERMINING ADEQUATE PROTECTION; (IV) MODIFYING THE AUTOMATIC STAY; AND (V) GRANTING RELATED RELIEF

The Court, having considered the *Stipulation Between Debtor MusclePharm Corporation and Empery Regarding Extension of Time to Submit Final Objections to Debtor's Emergency Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 and Fed. R. Bankr. P. 4001(B) and 4001(D): (I) Authorizing the Debtor to Obtain Post-Petition Financing; (II) Granting Priming Liens and Administrative Expense Claims; (III) Determining Adequate Protection; (IV) Modifying the Automatic Stay; and (V) Granting Related Relief* (the "Stipulation"), and good cause appearing therefor:

IT IS HEREBY ORDERED that the Stipulation attached hereto as **Exhibit 1** is approved;

IT IS FURTHER ORDERED that any final objection by Empery to the final approval of *Debtor's Emergency Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 and Fed. R. Bankr. P. 4001(B) and 4001(D): (I) Authorizing the Debtor to Obtain Post-Petition Financing; (II) Granting Priming Liens and Administrative Expense Claims; (III) Determining Adequate Protection; (IV) Modifying the Automatic Stay; and (V) Granting Related Relief* [ECF No. 33] shall be due on or before February 1, 2023; and

IT IS FURTHER ORDERED that any response by Debtor MusclePharm Corporation to any final objection by Empery shall be due on or before February 7, 2023.

IT IS SO ORDERED.

PREPARED AND SUBMITTED BY:

SCHWARTZ LAW, PLLC

GARMAN TURNER GORDON LLP

/s/ Bryan Lindsey

Samuel A. Schwartz, Esq.
Nevada Bar No. 10985
saschwartz@nvfirm.com
Bryan A. Lindsey, Esq.
Nevada Bar No. 10662
blindsey@nvfirm.com
601 East Bridger Avenue
Las Vegas, NV 89101
Attorneys for Debtor MusclePharm Corporation

/s/ Mark Weisenmiller

WILLIAM M. NOALL, ESQ.
GREGORY E. GARMAN, ESQ.
MARK M. WEISENMILLER, ESQ.
7251 Amigo Street, Suite 210
Las Vegas, Nevada 89119
*Attorneys for Empery Tax Efficient, LP as
Agent and Collateral Agent for certain
Secured Noteholders*

EXHIBIT 1

EXHIBIT 1

GARMAN TURNER GORDON LLP
GREGORY E. GARMAN
Nevada Bar No. 6665
E-mail: ggarman@gtg.legal
WILLIAM M. NOALL
Nevada Bar No. 3549
E-mail: wnoall@gtg.legal
MARK M. WEISENMILLER
Nevada Bar. No. 12128
Email: mweisenmiller@gtg.legal
7251 Amigo Street, Suite 210
Las Vegas, Nevada 89119
Telephone (725) 777-3000
Facsimile (725) 777-3112
*Attorneys for Empery Tax Efficient, LP as
Agent and Collateral Agent for certain
Secured Noteholders*

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:	Case No.: 22-14422-NMC
MUSCLEPHARM CORPORATION,	Chapter 11
Debtor.	Date: February 9, 2023 Time: 10:30 a.m.

**STIPULATION BETWEEN DEBTOR MUSCLEPHARM CORPORATION AND
EMPERY REGARDING EXTENSION OF TIME TO SUBMIT FINAL OBJECTIONS
TO DEBTOR'S EMERGENCY MOTION FOR INTERIM AND FINAL ORDERS
PURSUANT TO 11 U.S.C. §§ 105, 361, 362, 363 AND 364 AND FED. R. BANKR. P.
4001(B) AND 4001(D): (I) AUTHORIZING THE DEBTOR TO OBTAIN POST-
PETITION FINANCING; (II) GRANTING PRIMING LIENS AND ADMINISTRATIVE
EXPENSE CLAIMS; (III) DETERMINING ADEQUATE PROTECTION; (IV)
MODIFYING THE AUTOMATIC STAY; AND (V) GRANTING RELATED RELIEF**

Empery Tax Efficient, LP, in its capacity as collateral agent (in such capacity, "Empery") of the Secured Noteholders with respect to the Notes¹ and as the interim provider of debtor in possession financing to MusclePharm Corporation ("Debtor"), and Debtor, by and through their respective undersigned counsel, hereby submit this stipulation ("Stipulation") to extend the time for Empery to file its objection (if any) and Debtor's corresponding response to final approval of Debtor's *Emergency Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362,*

¹ Capitalized undefined terms used herein shall be defined in the Silver Declaration [ECF No. 52].

363, and 364 and Fed. R. Bankr. P. 4001(B) and 4001(D): (I) Authorizing the Debtor to Obtain Post-Petition Financing; (II) Granting Priming Liens and Administrative Expense Claims; (III) Determining Adequate Protection; (IV) Modifying the Automatic Stay; and (V) Granting Related Relief [ECF No. 33] (the “Motion”).

The Parties hereby stipulate, subject only to entry of an order approving this Stipulation substantially in the form attached hereto as **Exhibit 1**, as follows:

1. On January 3, 2023, Debtor filed the Motion, seeking, among other things, debtor-in-possession financing from White Winston Select Asset Funds, LLC (“White Winston”) on an interim and final basis;

2. On January 4, 2023, Empery filed an objection to approval of the debtor-in-possession financing proposed by Debtor and White Winston [ECF No. 51];

3. On January 9, 2023, the Court entered its first interim order on the Motion, approving debtor in possession financing provided by Empery on an interim basis [ECF No. 74];

4. On January 12, 2023, Debtor filed a supplement [ECF No. 89] and an amended supplement [ECF No. 102] to the Motion;

5. On January 23, 2023, the Court entered a second interim order approving debtor in possession financing provided by Empery on an interim basis and set a hearing on final approval of the Motion for February 9, 2023, at 10:30 a.m. [ECF No. 139];

6. Empery understands that its final objection to final approval of the debtor-in-possession financing is due on or before January 26, 2023 and Debtor understands that its response to any objections is due on or before February 2, 2023;

...

...

...

...

...

...

7. However, based on scheduling issues and the short turnaround time, Empery and Debtor hereby stipulate and agree that Empery's objection deadline shall be extended to **February 1, 2023**, and Debtor's response deadline to any objection by Empery shall be extended to **February 7, 2023**, subject to this Court's approval.

IT IS SO STIPULATED.

SCHWARTZ LAW, PLLC

GARMAN TURNER GORDON LLP

/s/ Bryan Lindsey

Samuel A. Schwartz, Esq.

Nevada Bar No. 10985

saschwartz@nvfirm.com

Bryan A. Lindsey, Esq.

Nevada Bar No. 10662

blindsey@nvfirm.com

601 East Bridger Avenue

Las Vegas, NV 89101

Attorneys for Debtor MusclePharm Corporation

/s/ Mark Weisenmiller

WILLIAM M. NOALL, ESQ.

GREGORY E. GARMAN, ESQ.

MARK M. WEISENMILLER, ESQ.

7251 Amigo Street, Suite 210

Las Vegas, Nevada 89119

Attorneys for Empery Tax Efficient, LP as

Agent and Collateral Agent for certain

Secured Noteholders